

EXHIBIT 44

Message

From: Christina Szczepanski [christinas@phaeng.com]
Sent: 11/28/2018 6:24:59 PM
To: Stefanie Marazzi [Smarazzi@slaterbeckerman.com]; Raymond Levin [rlevin@slaterbeckerman.com]; aron@cdcony.com; Sam Rottenberg [sam.rottenberg@gmail.com]
CC: 'Archives' [archives@phaeng.com]
Subject: 840 Atlantic Avenue Rezoning - Draft RWCDs (18-109)
Attachments: Part I - RWCDs Form_840 Atlantic Avenue Rezoning.pdf; Part II - RWCDs Analysis Framework Table_2018.11.28.pdf; Part III - RWCDs Analysis Framework Spreadsheet_2018.11.28.pdf

Attached is the draft RWCDs for your review, which is based on the current plans. Once the team has reviewed it, I will send to DCP once they give us the ok to do so.

Please let me know if you have any questions or comments.

Thanks,

Christina

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Exhibit
P44



Reasonable Worst Case Development Scenario

Department of City Planning

120 Broadway, 31st Floor, New York, NY 10271

INSTRUCTIONS

Please refer to these Instructions while completing the RWCDs Form. The RWCDs Form may be used for either site-specific or generic/area wide actions and should only be completed once the proposed action(s) have been finalized. Please submit all three parts of the RWCDs (and attachments) at the same time in one PDF file: **Part I**, this Form; **Part II**, the RWCDs Analysis Framework Table; and **Part III**, the RWCDs Analysis Framework Spreadsheet. If you have questions, please contact your Environmental Assessment and Review Division (EARD) Project Manager.

SECTION 3 – PROJECT DESCRIPTION

3b. Description of the Proposed Project Area/Affected Area; Description of the Proposed Project Site(s)/Development Site(s): Please include a discussion of the area affected by the Proposed Action(s). Typically for site-specific actions, the Project Area will consist solely of the Project/Development Site(s). For generic/area wide actions, please include a list of all of the tax lots affected by the Proposed Action(s). These lots are collectively referred to as the "Project/Affected Area." Please briefly describe the existing conditions within the Project/Affected Area. Describe current conditions in terms of current land uses and in gross square feet (gsf), overall height, number of stories, number of dwelling units (and number of affordable dwelling units, as well as the mechanism for providing affordable units, e.g., Mandatory Inclusionary Housing (MIH)), number of parking spaces and curb cuts (where applicable). If the Project/Affected Area contains a vacant building or undeveloped site, please state that in this summary. Please also provide the same information for the applicant-controlled Project/Development Site(s).

3c. Description of the Proposed Project/Development: It is assumed that the Proposed Actions will facilitate a Project/Development proposal by the Applicant. Please describe the Applicant's intended Project/Development proposal in terms of proposed land uses and in gsf. Be sure to describe the proposed Project's/Development's overall gross square footage, all proposed land uses (in gsf per land use), overall height, number of stories, number of dwelling units (and number of affordable dwelling units, as well as the mechanism for providing affordable units, e.g. MIH), number of parking spaces, and new curb cuts (where applicable). If the proposed Project/Development includes multiple buildings, please indicate that in this summary.

SECTION 4 – SITE HISTORY

Please summarize any prior rezonings or other discretionary City Planning Commission approvals that previously affected allowable development on the site or sites within the Project/Affected Area. Provide ULURP and CEQR Application numbers, if available. Please be sure to describe any information that is relevant to development on the site (e.g., large scale development plans, urban renewal plans, Mitchell Lama site plans, or other site controls, easements, restrictive declarations, (E) designations, etc.).

SECTION 5 – BUILD YEAR

5c. Rationale behind the Build Year: Please explain how the Build Year was determined. The Build year is the year by which the project is expected to be completed factoring in projected development site(s), if applicable. Consider the Application review period (and ULURP process, if applicable), as well as the intended construction duration and phasing. Please factor in all of the Projected Development Sites (see Section 7 below) into the Build Year.

SECTION 6 – PURPOSE AND NEED FOR THE PROPOSED ACTION(S)

Please describe the purpose and need for the Proposed Action(s) sought before the City Planning Commission. If multiple actions are sought, please address each action individually.

SECTION 7 – DEVELOPMENT SITE ASSUMPTIONS

For generic/area wide actions, it is usually necessary for CEQR analysis purposes to make projections of developments on "soft sites" (sites in the Project/Affected Area(s) where a specific Development is not currently proposed, but may reasonably be expected to occur as a result of the Proposed Action(s)). The CEQR Technical Manual Chapter titled "Establishing the Analysis Framework" includes general guidance on soft site criteria, which should be considered in conjunction with neighborhood-specific trends in the "Study Area" (all properties located within 400' of the Project/Affected Area). Using the CEQR Technical Manual guidance and neighborhood-specific trends, summarize the criteria used to identify soft sites for the purposes of providing a conservative CEQR analysis. Be sure to identify the rationale for selecting Projected Development Sites and Potential Development Sites (including possible use conversions, expansions or sites with bulk or uses that would be legalized in the future with the Proposed Actions), and Other Sites that may be excluded from the analysis, if applicable. "Projected Development Sites" are more likely to be developed as a result of the Proposed Action(s); "Potential Development Sites" may be developed, but have been determined to have less development potential than the Projected Development Sites (these sites are accounted for within site-specific CEQR impact categories but are excluded from density-related CEQR categories); and "Other Sites" are sites on which development is unlikely to occur (e.g., rent stabilized residential buildings, which are difficult to legally demolish due to tenant relocation requirements). Please note that dwelling units typically range between 850 – 1,000 gsf.

SECTION 8 – NO-ACTION SCENARIO

8a. Describe the No-Action Scenario: If no development is expected to reasonably occur within the Project/Affected Area described above in Section 3 absent the Proposed Action(s) or other discretionary approvals, assume that existing conditions would remain unchanged in the future No-Action Scenario. Otherwise, please describe a future development scenario that is likely and would reasonably occur absent approval of the Proposed Action(s) (and any discretionary actions) by the Build Year identified on Section 5. Please consider how all of the Development

Sites(s) in question could reasonably be developed with regard to the underlying zoning district and any other applicable site controls. Take into account development trends in the neighborhood, as well as site ownership, etc. If a prior environmental review was conducted on the Project/Development Site, and the Projected or Potential Development Sites were assumed as soft sites in the prior environmental review materials, it may be appropriate, if the prior project was developed, to assume that the prior project's With action Scenario is essentially the new Project's/Development's future No-Action Scenario. Be sure to describe the proposed Project's/Development's overall gsf, all proposed land uses (in gsf per land use), overall height, number of stories, number of dwelling units (and number of affordable dwelling units, as well as the mechanism for providing affordable units, e.g., MIH), number of parking spaces and, new curb cuts (where applicable). Use the No-Action Scenario numbers provided in Part III as a basis for this summary.

8b. How did you determine the No-Action Scenario? Please provide a rationale that supports the No-Action Scenario described above. If Department of Building (DOB) approvals were granted that support the future No-Action Scenario assumed in the prior section, please indicate that in this summary, and if available, attach the DOB approved plans to this document.

SECTION 9 – WITH-ACTION SCENARIO

9a. Describe the With-Action Scenario: Please assume a future With-Action Scenario that maximizes the development conditions resulting from the Proposed Action(s). Describe the future development expected to occur on all of the Projected Development Sites (and in a separate paragraph, the Potential Development Sites, if any). **The With-Action Scenario should assume maximized development, including allowable heights (base height and overall height), bulk, Floor Area Ratio (F.A.R.), and lot coverage (collectively, a maximized "building envelope").** Summarize the development on all Projected/Potential Development Sites in terms of gsf per land use, the number of dwelling units (and number of affordable dwelling units, as well as the mechanism for providing affordable units, e.g., MIH), the number of parking spaces, and new curb cuts (where applicable). Explain the dwelling unit size assumptions (e.g., 850-1,000 gsf per dwelling unit, based on real estate trends). Please be sure to account for any relevant changes in parking requirements resulting from the Proposed Action(s). Use the With-Action Scenario numbers provided in Part III as a basis for this summary.

9b. How did you determine the With-Action Scenario? Please provide a rationale that supports the With-Action Scenario described above. If future conditions are not "maximized", please indicate why this is the case (e.g., existing site controls, site configuration).

SECTION 11 – ATTACHMENTS

If you intend to submit a RWCDs that maximizes density and height, you do not need to submit attachments. Otherwise, please submit a site plan and massing diagram.

IMPORTANT NOTE

Please submit all components of the RWCDs at the same time in one PDF file to your Environmental Project Manager:

- Part I – This Form
- Part II – RWCDs Analysis Framework Table
- Part III – RWCDs Analysis Framework Spreadsheet
- Any Other Relevant Attachments



Reasonable Worst Case Development Scenario

Department of City Planning

120 Broadway, 31st Floor, New York, NY 10271

This is the RWCDs Form, which may be used for either site-specific or generic/area wide actions. Please fill it out once the proposed action(s) have been finalized. **The RWCDs requires that you submit all three Parts (and attachments) at the same time in one PDF file to your Environmental Project Manager:** Part I, this Form; Part II, the RWCDs Analysis Framework Table; and Part III, the RWCDs Analysis Framework Spreadsheet. Please refer to the attached Instructions for guidance. Please use 9pt font size and adhere to word limits. If you have questions, please contact your Environmental Project Manager.

SECTION 1 GENERAL INFORMATION

DATE 11/28/2018	
1a. APPLICANT NAME Vanderbilt Atlantic Holdings LLC	
1b. PROJECT NAME 840 Atlantic Avenue Rezoning	1c. PROJECT ID 2018K0488
1d. BOROUGH Brooklyn	1e. COMMUNITY DISTRICT 8
1j. IS THE APPLICANT'S PROPOSED PROJECT THE REASONABLE WORST CASE DEVELOPMENT SCENARIO? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>If yes, please explain why below. If no, please skip this continue to Section 2.</i>	
<p>The Proposed Development consists of an 18-story mixed residential and commercial building with approximately 307,273 square feet of floor area, equivalent to an approximately 9.03 FAR (equivalent to approximately 322,290 gross square feet (gsf)). The Proposed Development will contain 269,490 gsf of residential uses (comprising approximately 285 dwelling units, of which approximately 85 would be affordable) and 45,000 gsf of commercial retail uses on the first and second stories. 7,800 gsf of community facility uses would also be provided on the first and second stories. Parking for 40% of the market rate dwelling units will be provided. The Applicant will utilize Option 2 of the Mandatory Inclusionary Housing program by providing thirty percent of the residential floor area (equivalent to approximately 85 units) as affordable floor area for households with a weighted average of 80% of the income index.</p> <p>The maximum proposed blended FAR would be 9.03 and the Proposed Development would have a FAR of 9.03. Therefore, the Proposed Development would almost maximize the proposed development potential and would therefore represent the reasonable worst case development scenario.</p>	
50 words	

SECTION 2 PROPOSED ACTION(S)

If there are more than three, please attach a separate sheet and include the Project ID.

2a. ACTION	2b. ZONING RESOLUTION SECTION(S)		
# 1 Zoning Map Amendment	ZR section: 22-10, 32-10	to modify	ZR section: Map 16c
# 2 Zoning Text Amendment	ZR section: Appendix F	to modify	ZR section: IHDA & MIHA
# 3	ZR section:	to modify	ZR section:
2c. DOES THE PROPOSED ACTION(S) INCLUDE A ZONING TEXT AMENDMENT FOR MIH? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know			
2d. DO YOU PLAN ON DEVELOPING A 100% AFFORDABLE HOUSING DEVELOPMENT? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
2e. IS THE APPLICANT SEEKING ACTIONS FROM OTHER CITY/STATE/FEDERAL AGENCIES? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Don't Know <i>Please note that financing for affordable housing is considered an action.</i>			

SECTION 3 PROJECT DESCRIPTION

3a. HAS THE PROJECT CHANGED SINCE SUBMISSION OF THE PRE-APPLICATION STATEMENT (PAS)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>Please ensure your answers to 3b and 3c below account for any changes since submission of the PAS.*</i>
3b. DESCRIPTION OF THE PROPOSED PROJECT AREA/AFFECTED AREA; DESCRIPTION OF THE PROPOSED PROJECT SITE(S)/DEVELOPMENT SITE(S) (refer to the PAS, page 6, question 4)
<p>The proposed Project Area consists of 840 Atlantic Avenue (Block 1122, Lots 1, 68, 69, 70, and 71).</p> <p>The Development Site encompasses a full block-front, 200 feet in length along Vanderbilt Avenue and 170 feet wide along Atlantic Avenue, bounded by Atlantic Avenue, Vanderbilt Avenue, and Pacific Street. It is currently zoned M1-1 for a depth of 100 feet along Vanderbilt Avenue and Atlantic Avenues. The remainder of the Development Site (70 feet on Pacific Street) is zoned R6B. The Development Site is comprised of five tax lots that will be merged into a single zoning lot. The Applicant proposes to rezone the portions of the Development Site fronting on Atlantic Avenue and Vanderbilt Avenue to R9X with a C2-5 commercial overlay. A portion of the</p>

Development Site fronting on Pacific Street is proposed to be rezoned to R9X, without a commercial overlay. Finally, the balance of the Development Site fronting on Pacific Street (the easternmost portion, 30 feet in width) will remain zoned R6B.

Currently, the Development Site contains a McDonald's fast food establishment with a drive-through and parking lot fronting on Atlantic Avenue and Vanderbilt Avenue. Tax lots 69 and 70, fronting on Pacific Street, are developed with two three-story residential buildings, flanked on each side by vehicular entrances to the McDonald's parking lot.

400 words

*Any change to the Project during Environmental Review will require you to submit a revised RWCDs prior to Certification.

3c. DESCRIPTION OF THE PROPOSED PROJECT/DEVELOPMENT (refer to the PAS, page 6, question 5)

The Proposed Development consists of an 18-story mixed residential and commercial building with approximately 307,273 square feet of floor area, equivalent to an approximately 9.03 FAR (equivalent to approximately 322,290 gross square feet). The building's mass will be centered on Atlantic Avenue, with a series of step-downs as the building mass moves toward Pacific Street. At its lowest height, a portion of the building fronting on and in the mid-block of Pacific Street will rise to only four stories (65'), respecting the lower-density R6B district to the east. Other setbacks are made at the seventh, ninth, and thirteenth stories. The Proposed Development will contain 269,490 gsf of residential uses (comprising approximately 285 dwelling units, of which approximately 85 would be affordable) and 45,000 gsf of commercial retail uses on the first and second stories. 7,800 gsf of community facility uses would also be provided on the first and second stories. Parking for 40% of the market rate dwelling units will be provided. The Applicant will utilize Option 2 of the Mandatory Inclusionary Housing program by providing thirty percent of the residential floor area (equivalent to approximately 85 units) as affordable floor area for households with a weighted average of 80% of the income index.

300 words

**SECTION 4
SITE HISTORY**

Click here to enter text.

100 words

**SECTION 5
BUILD YEAR**

Base this section on Part III, RWCDs Analysis Framework Spreadsheet CEQR Technical Manual (page 2-4)

5a. BUILD YEAR 2022

5b. CONSTRUCTION PHASING ☒ Single ☐ Multiple

5c. RATIONALE BEHIND THE BUILD YEAR

It is expected that the Proposed Development would be constructed over an approximately 18- to 22-month period following approval, with completion and occupancy expected to occur in 2022. This Build Year was determined in consideration of the amount of time necessary for the Development Site to reasonably be redeveloped.

50 words

**SECTION 6
PURPOSE AND
NEED FOR THE
PROPOSED
ACTION(S)**

CEQR Technical Manual (page 2-2)

The proposed zoning map amendment to rezone the Applicant controlled development site from M1-1 and R6B to R9X/C2-5, R9X, and R6B, combined with the proposed text amendment, would increase the permitted residential FAR. The rezoning area is currently within an existing M1-1 and R6B zoning district and is not within an Inclusionary Housing designated area. The proposed zoning districts, combined with a Mandatory Inclusionary Housing designation, would allow a maximum 9.7 FAR for residential uses, 9.0 FAR for community facility uses, and 2.0 FAR for commercial uses.

The proposed zoning text amendment, which would designate the proposed rezoning area as an MIH Area, would require the Applicant to construct affordable DUs on the proposed development site in order to take advantage of the additional FAR provided through the MIH Program. Therefore, the Proposed Actions would create new affordable housing in the proposed rezoning area, helping to address affordable housing goals set forth by the City in Housing New York: A Five-Borough, Ten-Year Plan.

As such, the proposed zoning map and text amendments would create additional zoning capacity in a transit accessible area to support new housing creation and also increase the number of affordable housing units available in New York City. The creation of new affordable housing supply at various income levels is also expected to help alleviate the upward pressure on housing prices, and contribute to housing affordability in the surrounding neighborhood and larger City. The MIH program would promote and retain neighborhood economic diversity in the area and create new affordable housing units in close proximity to public transit.

250 words

**SECTION 7
DEVELOPMENT
SITE
ASSUMPTIONS**

CEQR Technical Manual (pages 2-6 and 2-7, 2-10 and 2-11)

The rezoning area includes the Applicant-controlled Development Site (Block 1122, Lots 1, 68, 69, 70, and 71), which is a known development project. There are no other sites within the proposed rezoning area. As such, the Proposed Development described above is the only development assumed for the purposes of environmental review.

400 words

SECTION 8 NO-ACTION SCENARIO

CEQR Technical
Manual (page 2-5)

Base this section on
Part III - RWCDs
Analysis Framework
Spreadsheet

8a. DESCRIBE THE NO-ACTION SCENARIO *If this is the same as existing conditions, please skip and continue to Section 9.*
Under the No-Action scenario, the existing conditions within the Project Area would remain.

250 words

8b. HOW DID YOU DETERMINE THIS NO-ACTION SCENARIO?

Without the Proposed Actions, it is assumed that no development would occur within the Project Area.

100 words

SECTION 9 WITH-ACTION SCENARIO

CEQR Technical
Manual (page 2-7)

Base this section on
Part III - RWCDs
Analysis Framework
Spreadsheet

9a. DESCRIBE THE WITH-ACTION SCENARIO

Under the With-Action scenario, the Applicant controlled development site would include 269,490 gsf of residential uses, 45,000 gsf of commercial uses, and 7,800 gsf of community facility uses for a total of 322,290 gsf. The proposed development would also include 100 below grade accessory parking spaces. The proposed development would be 205 feet in height. The proposed development would result in 285 DUs, of which 85 would be affordable.

250 words

9b. HOW DID YOU DETERMINE THIS WITH-ACTION SCENARIO?

The With-Action scenario was determined for Development Site by the Applicant based on the maximum development potential of the proposed zoning districts. The mixed-use development almost maximizes the proposed maximum blended FAR of 9.03 and would therefore represent the RWCDs. 100 words

SECTION 10 INCREMENT OF ANALYSIS

[example]

Site Number(s)	Locations	Existing Zoning	No-Action Buildout (FAR)	Proposed Zoning	With-Action Buildout (FAR)	Increment
Proposed Development Site	840 Atlantic Avenue	M1-1, R6B	0.11 Com 0.18 Res 0.29 Total	R9X/C2-5, R9X, R6B	1.27 Com 0.22 CF 7.54 Res 9.03 Total	+1.16 FAR Com +0.22 FAR CF +7.36 FAR Res + 8.74 FAR Total

Note: Com = Commercial; CF = Community Facility; Res = Residential

SECTION 11 ATTACHMENTS

If you intend to submit a RWCDs that maximizes density and height, you do not need to submit attachments. Otherwise, please submit a site plan and massing diagram.